

## **POLICY ON WHISTLE-BLOWING**

### **SCOPE OF POLICY**

This Policy is designed to enable Directors, officers, employees and representatives (“personnel”) of Dorel Industries Inc. (“the Company”) to raise complaints internally and at a high level.

By way of example, complaints which should be reported pursuant to this Policy include without limitation:

1. use of Company funds or property for any illegal, improper or unethical purpose;
2. tampering with or destroying any Company accounting or audit-related records or documents except as otherwise permitted or required by the Company’s Records Management Program;
3. fraud or deliberate error in the preparation, evaluation, review or audit of any of the Company’s financial statements;
4. fraud or deliberate error in the recording and maintaining of the Company’s financial records;
5. deficiencies in or non-compliance with the Company’s internal accounting controls;
6. misrepresentations or false statements to or by a senior officer or accountant regarding a matter contained in the Company’s financial records, financial reports or audit reports;
7. deviation from full and fair reporting of the Company’s financial condition, results of operations or cash flows; and
8. any effort to mislead, deceive, manipulate, coerce or fraudulently influence any internal or external accountant or auditor in connection with the preparation, examination, audit or review of any financial statement or records of the Company.

This Policy is not designed to question financial or business decisions taken by the Company, nor should it be used to reconsider any other matters which have already been addressed under other procedures.

### **SAFEGUARDS**

#### **A. *Policy Oversight***

The Audit Committee has the responsibility of overseeing this Policy and compliance by the Company.

#### **B. *Protection***

This Policy is designed to offer protection to those who disclose a complaint, provided the disclosure is made in good faith. Anyone engaging in retaliatory conduct will be subject to disciplinary action by the Company, which may include termination.

#### **C. *Confidentiality***

The Company will treat all complaints in a confidential and sensitive manner. A report of a complaint will only be disclosed to those persons who have a need to know in order to properly carry out an investigation of the complaint.

A complaint may also be expressed anonymously, and this choice will be respected.

#### **D. *Untrue Allegations***

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigations, no action will be taken against the individual. In making a disclosure, the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, disciplinary action may be taken against the individual.

#### **PROCEDURE FOR MAKING A DISCLOSURE**

Complaints by personnel should be raised with the personnel's line manager who will then notify one of the Directors or officers of the Company.

However, if for some reason personnel do not feel comfortable to report through his or her line manager, then he or she has the right to bypass the line management structure and take the concerns directly to Mr. Alain Benedetti, Chairman, Audit Committee or Mr. Martin Schwartz, President & Chief Executive Officer.

The complaint should be specified in detail in a letter and should be mailed to the following address:

Dorel Industries Inc.  
Confidential – Chairman, Audit Committee and President & Chief Executive Officer  
1255 Greene Avenue  
Suite 300  
Westmount, Quebec H3Z 2A4  
Canada

Alternatively, a confidential and secure email can be addressed to these individuals at the following email addresses:

|                     |                                 |
|---------------------|---------------------------------|
| Mr. Alain Benedetti | <b>AuditCommittee@dorel.com</b> |
| Mr. Martin Schwartz | <b>President@dorel.com</b>      |

If personnel prefer an alternative method of contact, they may contact the Company's confidential and anonymous "Whistleblower Hotline" in which a voice mailbox will allow them to communicate the complaint. The phone number is:

**1 514 905 4085**

The complainant will be kept informed of the final outcome of the Company's investigation. All responses to the complainant will be in writing and sent to a home address.

#### **RECORDS**

The Audit Committee shall retain for a period of seven years all records relating to any complaint and to the investigation of any such complaint.